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June 4, 2001

Via E-Docket and US Mail

Ms. Donna Caton
Chief Clerk
Illinois Commerce Commission
527 East Capital Avenue
Springfield, Illinois 62701

***Re: Merger of Zahren Alternative Power Corporation with USE Acquisition Corp.
Notification to the Illinois Commerce Commission
Avon/Devonshire/Riverside - ICC Docket No. 01-0269***

Dear Ms. Caton:

Pursuant to the Order of the Illinois Commerce Commission ("Commission") in the above-referenced proceeding, Zahren Alternative Power Corporation ("ZAPCO") hereby provides the Commission with notification of the consummation of its merger with USE Acquisition Corp.

ZAPCO will be the surviving corporation with respect to the Avon Energy Partners, LLC, Devonshire Power Partners, LLC, and Riverside Resource Recovery, LLC (collectively "Avon/Devonshire/Riverside") facilities in Illinois that have been deemed qualified solid waste energy facilities as defined in Section 8-403.1 of the Illinois Public Utilities Act in the above-referenced proceeding.

Enclosed are file-stamped copies of the Federal Energy Regulatory Commission ("FERC") Form 556 Re-certification forms that have been submitted to the FERC for the Avon/Devonshire/Riverside facilities in connection with consummation of the merger.

Please do not hesitate to contact us if you have any questions or require additional information. Thank you.

Very truly yours,

David I. Fein

DIF/ys

cc: David Nixon
Steve Knepler
Tom Griffin